

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF PUERTO RICO**

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In re:	:	
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THE FINANCIAL OVERSIGHT AND	:	PROMESA
MANAGEMENT BOARD FOR PUERTO RICO,	:	Title III
	:	
as representative of	:	Case No. 17-BK-3283 (LTS)
	:	
THE COMMONWEALTH OF PUERTO RICO, <i>et al.</i> ,	:	(Jointly Administered)
	:	
Debtors. ¹	:	

	X	
	:	
In re:	:	
	:	
THE FINANCIAL OVERSIGHT AND	:	PROMESA
MANAGEMENT BOARD FOR PUERTO RICO,	:	Title III
	:	
as representative of	:	Case No. 17-BK-4780 (LTS)
	:	
PUERTO RICO ELECTRIC POWER AUTHORITY,	:	
	:	
Debtor.	:	

**SECOND AMENDED NOTICE OF OFFICIAL COMMITTEE OF UNSECURED
CREDITORS REGARDING DEPOSITIONS, PURSUANT TO FED. R. CIV. P. 30,
IN CONNECTION WITH PREPA’S TITLE III PLAN OF ADJUSTMENT**

¹ The Debtors in these Title III cases, along with each Debtor’s respective Title III case number and the last four (4) digits of each Debtor’s federal tax identification number, as applicable, are the (i) Commonwealth of Puerto Rico (Bankruptcy Case No. 17-BK-3283 (LTS)) (Last Four Digits of Federal Tax ID: 3481); (ii) Puerto Rico Sales Tax Financing Corporation (“COFINA”) (Bankruptcy Case No. 17-BK-3284 (LTS)) (Last Four Digits of Federal Tax ID: 8474); (iii) Puerto Rico Highways and Transportation Authority (“HTA”) (Bankruptcy Case No. 17-BK-3567 (LTS)) (Last Four Digits of Federal Tax ID: 3808); (iv) Employees Retirement System of the Government of the Commonwealth of Puerto Rico (“ERS”) (Bankruptcy Case No. 17-BK-3566 (LTS)) (Last Four Digits of Federal Tax ID: 9686); (v) Puerto Rico Electric Power Authority (“PREPA”) (Bankruptcy Case No. 17-BK-4780 (LTS)) (Last Four Digits of Federal Tax ID: 3747); and (vi) Puerto Rico Public Buildings Authority (“PBA”) (Bankruptcy Case No. 19-BK-5233 (LTS)) (Last Four Digits of Federal Tax ID: 3801) (Title III case numbers are listed as Bankruptcy Case numbers due to software limitations).

PLEASE TAKE NOTICE that, pursuant to Rule 30 of the Federal Rules of Civil Procedure, made applicable to these proceedings pursuant to Rules 7030 and 9014 of the Federal Rules of Bankruptcy Procedures and section 310 of the Puerto Rico Oversight, Management and Economic Stability Act, the Official Committee of Unsecured Creditors (the “Committee”)² will take the depositions upon oral examination of:

- The same persons, and at the same dates, times, and locations, set forth in the *Fourth Amended Notice of Depositions Pursuant to Fed. R. Civ. P. 30 by the Ad Hoc Group of PREPA Bondholders, Assured Guaranty Corp., Assured Guaranty Municipal Corp., Syncora Guarantee, Inc., and U.S. Bank National Association, in Connection with PREPA’s Title III Plan of Adjustment* [Docket No. 3467],³ or at such other times and places as agreed upon by the parties (within the topics identified for each of those persons to be deposed, the Committee is expanding “certain bondholders” to “certain unsecured creditors (including but not limited to those with whom no settlement has been reached)”);
- The same designee(s) and topics, and at the same dates, times, and locations, set forth in and pursuant to the *Notice of Deposition to The Puerto Rico Fiscal Agency And Financial Advisory Authority in Connection with PREPA’s Title III Plan of Adjustment Pursuant to Fed. R. Civ. P. 30(b)(6) by the Ad Hoc Group of PREPA Bondholders, Assured Guaranty Corp., Assured Guaranty Municipal Corp., Syncora Guarantee, Inc., and U.S. Bank National Association* [Docket No. 3420], to commence on **May 12, 2023 at 9:30 a.m. (ET)** at the offices of

² Any capitalized terms not defined herein shall have the meaning ascribed to them in the Plan or Disclosure Statement (as defined below).

³ Unless otherwise specified, references to the docket are to Case No. 17-BK-04780-LTS.

Kramer Levin Naftalis & Frankel, LLP, 1177 Avenue of the Americas, New York, NY 10036 or at such other times and places as agreed upon by the parties.

- The same designee(s) and topics, and at the same dates, times, and locations, set forth in and pursuant to the *Notice of Deposition to Puerto Rico Electric Power Authority in Connection with PREPA's Title III Plan of Adjustment Pursuant to Fed. R. Civ. P. 30(b)(6) by the Ad Hoc Group of PREPA Bondholders, Assured Guaranty Corp., Assured Guaranty Municipal Corp., Syncora Guarantee, Inc., and U.S. Bank National Association* [Docket No. 3421], to commence on **May 12, 2023 at 9:30 a.m. (ET)** at the offices of Kramer Levin Naftalis & Frankel, LLP, 1177 Avenue of the Americas, New York, NY 10036 or at such other times and places as agreed upon by the parties.
- The organizational representative(s) of, and to be designated by, the Financial Oversight and Management Board for Puerto Rico,⁴ was previously noticed to commence on **May 16, 2023 at 9:00 a.m. (ET)** at the offices of Paul Hastings LLP, 200 Park Avenue New York, NY 10166, or at such other times and places as agreed upon by the parties, on each of the following topics:
 - i. The estimated value, range of potential values, and cap applicable to General Unsecured Claims;
 - ii. Legacy Charge Revenues and post-Petition modifications of rates (including the structure of rates) charged to PREPA customers;

⁴ Pursuant to Rule 30(b)(6) of the Federal Rules of Civil Procedure, made applicable to these proceedings pursuant to Rules 7030 and 9014 of the Federal Rules of Bankruptcy Procedures and section 310 of the Puerto Rico Oversight, Management and Economic Stability Act.

- iii. Characteristics of the Series A Bonds and Series B Bonds, including in comparison of each's attributes to the other;
- iv. The Fuel Line Lender PSA, including all of the proposed settlements embodied within the Fuel Line Lender PSA, qualification of any claim by the Fuel Line Lenders and Committee as Current Expenses (as defined in the Trust Agreement), applicability or inapplicability of Current Expenses to the Committee, PREPA's determination of (and discretion in determining qualification of) claims as Current Expenses, and whether the Fuel Line Lender PSA is in the best interests of creditors;
- v. The rationale for treating the general unsecured creditors differently from the Fuel Line Lenders as it relates to payment of, or priority of, Current Expenses;
- vi. The National PSA and National Settlement, including whether the foregoing are in the best interests of creditors, the components of the foregoing (*e.g.*, the National Reimbursement Claim, National Insured Bonds Claims, and the structuring fees described in Article II.D.2 of the Plan), and the explanation for the change in position as to National being entitled to any recovery or recourse beyond the Sinking Fund;
- vii. Assets of PREPA available for the repayment of creditors, including whether assets are "essential" to operations of, or provide an "essential service" of, the Debtor;

- viii. The Avoidance Actions Trust, including the litigations and claims transferred and not transferred to that trust (and the estimated value thereof);
- ix. ACR Procedures;
- x. Payments made relating to pre-Petition unsecured claims, including records and documents memorializing such payments, and decisions to pay, or not to pay, any pre-Petition unsecured claims.

The Financial Oversight and Management Board for Puerto Rico has either objected to this aspect of this notice or designated individuals who were otherwise noticed to be deposed. As such, no designees are expected to appear at the noticed date, time, and location.

- The deposition of **David Brownstein** will commence on **May 16, 2023 at 9:30 a.m. (ET)** at the offices of Kramer Levin Naftalis & Frankel, LLP, 1177 Avenue of the Americas, New York, NY 10036. The topics of Mr. Brownstein's deposition will include, without limitation, the Plan, the Disclosure Statement, any work performed by Mr. Brownstein in connection with the Plan or the Disclosure Statement, the Plan's feasibility, whether the Plan is in the best interest of creditors, whether the Plan unfairly discriminates against certain unsecured creditors (including but not limited to those with whom no settlement has been reached), whether the Plan is fair and equitable, whether and under what other conditions the Plan could be made effective and consummated, the Legacy Charge, the New Bonds, and any other topic Mr. Brownstein may reasonably be assumed to have knowledge about relevant to the Plan's confirmability.

- The deposition of **Sebastian Edwards** will commence remotely on **May 17, 2023 at 9:30 a.m. (AST)** at the offices of Proskauer Rose LLP, Eleven Times Square, New York, NY 10036. The topics of Dr. Edwards' deposition will include, without limitation: the subject matter set forth in the *Expert Report of Sebastian Edwards April 28, 2023* [ECF No. 3423-1 in Case No. 17-04780-LTS]; Dr. Edwards' qualifications; Dr. Edwards' history testifying in other cases; and the details of any compensation Dr. Edwards received for testifying in this case. To observe or participate in Dr. Edwards' deposition remotely, please use the following link:
<https://proceedings.veritext.com/?token=c52c1e12f6e4a5130fc305b9926ecce3>
- The deposition of **Thomas Sanzillo** will commence remotely on **May 19, 2023 at 9:30 a.m. (AST)**. The topics of Mr. Sanzillo's deposition will include, without limitation: the subject matter set forth in the *Expert Declaration of Mr. Thomas Sanzillo in Support of the Unión de Trabajadores de la Industria Eléctrica y Riego Inc. 's Objection to the Confirmation of the Puerto Rico Electric Power Authority's Plan of Adjustment* [ECF No. 3416-1 in Case No. 17-04780-LTS]; Mr. Sanzillo's qualifications; Mr. Sanzillo's history testifying in other cases; and the details of any compensation Mr. Sanzillo received for testifying in this case. To observe or participate in Mr. Sanzillo's deposition remotely, please use the following link:
<https://proceedings.veritext.com/?token=3a15827f9a1c1732452868aaeab416d5>

- The deposition of **Mark Shankweiler** of Berkeley Research Group will commence on **May 22, 2023 at 9:00 a.m. (ET)** at the offices of Paul Hastings LLP, 200 Park Avenue New York, NY 10166, or at such other times and places as agreed upon by the parties. The topics of Mr. Shankweiler's deposition will include, without limitation, the estimate of General Unsecured Claims, the *Modified Second Amended Title III Plan of Adjustment of the Puerto Rico Electric Power Authority* [Docket No. 3296] (as it may be amended modified, or supplemented, the "Plan"), the *Disclosure Statement for the Modified Second Amended Title III Plan of Adjustment of the Puerto Rico Electric Power Authority* [Docket No. 3297] (as it may be amended modified, or supplemented, the "Disclosure Statement"), any work performed by Mr. Shankweiler in connection with the Plan or the Disclosure Statement, whether the Plan is in the best interest of creditors, whether the Plan unfairly discriminates against certain unsecured creditors (including but not limited to those with whom no settlement has been reached), whether the Plan is fair and equitable, whether and under what other conditions the Plan could be made effective and consummated, whether the Plan was proposed in good faith, the Legacy Charge, the 2019 RSA, the New Bonds, and any other topic Mr. Shankweiler may reasonably be assumed to have knowledge about relevant to the Plan's confirmability. For remote access to this deposition, please use the following link:

<https://proceedings.veritext.com/?token=b737f9924210dac81c52152eadf8c77>

- **Justin Peterson** – to commence on **May 23, 2023 at 9:00 a.m. (ET)** at the offices of Paul Hastings LLP, 200 Park Avenue New York, NY 10166, or at such other times and places as agreed upon by the parties. The topics of Mr. Peterson’s deposition will include, without limitation, the Plan, the Disclosure Statement, Mr. Peterson’s prior statements regarding the foregoing and payment of creditors, whether the Plan is in the best interest of creditors, whether the Plan unfairly discriminates against certain unsecured creditors (including but not limited to those with whom no settlement has been reached), whether the Plan is fair and equitable, whether and under what other conditions the Plan could be made effective and consummated, whether the Plan was proposed in good faith, the Legacy Charge, the 2019 RSA, the New Bonds, and any other topic Mr. Peterson may reasonably be assumed to have knowledge about relevant to the Plan’s confirmability. For remote access to this deposition, please use the following link:

<https://proceedings.veritext.com/?token=fe20370ecfc016d4bcecf8ffe0c1c12>

- Any other person noticed for deposition by any other party or participant, and any person designated pursuant to any notice of deposition directed to an organization.

PLEASE TAKE FURTHER NOTICE that the Committee reserves the right to notice additional depositions in accordance with in the *Amended and Restated Order Establishing, Among Other Things, Procedures and Deadlines Concerning Objections to Confirmation and Discovery in Connection Therewith* [Docket No. 3305].

Each deposition will be taken upon oral examination in person (or by videoconference or by telephone) before a notary public or other person authorized by law to administer oaths and will be recorded stenographically and will be videotaped with an audio recording.

Dated: May 15, 2023
New York, New York

/s/ G. Alexander Bongartz
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CERTIFICATE OF SERVICE

I hereby certify that, on this same date, I caused copies of the foregoing document to be served on the following individuals via electronic mail:

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